

## ARTICLES OF MERGER

OF

BLUE TEE ACQUISITION CORP  
A MAINE CORPORATION

INTO

GOLD FIELDS AMERICAN INDUSTRIES, INC  
A MAINE CORPORATION

MAINE  
JUDICIAL STATE  
FILED

February 28, 1986

File No

360803D

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Date 2-28-86

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Pursuant to 13-A MRSA §903 the undersigned corporations adopt the following Articles of Merger

FIRST The plan of merger is set forth in Exhibit A attached hereto and made a part hereof

SECOND As to each participating corporation the shareholders of which voted on such plan of merger the number of shares outstanding and the number of shares entitled to vote on such plan and the number of such shares voted for and against the plan as follows

<u>Name of Corporation</u>	<u>Number of Shares Outstanding</u>	<u>Number of Shares Entitled to Vote</u>	<u>Voted For</u>	<u>Voted Against</u>
Blue Tee Acquisition Corp	700,000	700,000	700,000	0
Gold Fields American Industries, Inc	1,126	1,126	1,126	0

THIRD If the shares of any class were entitled to vote as a class the designation and number of the outstanding shares of each such class and the number of shares of each such class voted for and against the plan are as follows

<u>Name of Corporation</u>	<u>Designation of Class</u>	<u>Number of Shares</u>	<u>Voted For</u>	<u>Voted Against</u>
Blue Tee Acquisition Corp	Class C Common Stock	490,000	490,000	0
	Class B Common Stock	210,000	210,000	0

(Include the following paragraph if the merger was authorized without the vote of the shareholders of the surviving corporation. Omit if not applicable.)

FOURTH The plan of merger was adopted by the participating corporation which is to become the surviving corporation in the merger without any vote of its shareholders pursuant to section 902 subsection 5. The number of shares of each class outstanding immediately prior to the effective date of the merger and the number of shares of each class to be issued or delivered pursuant to the plan of merger of the surviving corporation are set forth as follows

<u>Designation of Class</u>	<u>Number of Shares Outstanding Immediately Prior to Effective Date of Merger</u>	<u>Number of Shares to Be Issued Or Delivered Pursuant To The Merger</u>
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FIFTH The address of the registered office in Maine of the Blue Tee Acquisition Corp  
1 Memorial Circle, Augusta, Maine

Each designated as the merged corporation

The address of the registered office in Maine of Gold Fields American Industries, Inc

Site: Durham, New Hampshire  
ID #: MD 642 86220  
Break: 11/11  
Other: 2/28/86  
0736

D ed February 28, 1986

I certify that I have custody of the minutes  
showing the above action by the shareholders of  
Gold Fields American Industries, Inc

(name of corporation)

*V. Filippone*

(clerk, secretary or asst. secretary)

Vicent Filippone

I certify that I have custody of the minutes  
showing the above action by the shareholders of

Blue Tee Acquisition Corp

(name of corporation)

*Glenn A. Smith*

(clerk, secretary or asst. secretary)

Glenn A Smith, Secretary

Gold Fields American Industries, Inc  
surviving corporation

By *Richard A. Secrist*

Richard A Secrist, President

(type or print name and capacity)

By *V. Filippone*

Vincent Filippone

(type or print name and capacity)

Blue Tee Acquisition Corp.

merged corporation

By *Richard A. Secrist*

Richard A Secrist, President

(type or print name and capacity)

By *Glenn A. Smith*

Glenn A Smith, Secretary

(type or print name and capacity)